

U.S. Department of Justice

Washington, DC 20530

**Supplemental Statement****Pursuant to the Foreign Agents Registration Act of 1938, as amended**For Six Month Period Ending 9/30/2012

(Insert date)

**I - REGISTRANT**

1. (a) Name of Registrant

(b) Registration No.

Sidley Austin LLP

3731

(c) Business Address(es) of Registrant

One South Dearborn Street, Chicago, IL 60603; 1501 K Street, NW, Washington, DC 20005; 787 Seventh Avenue, NY, NY 10019; 717 N. Harwood, Dallas, TX; 600 Travis Street, Suite 3100, Houston, TX 77002; 555 California Street, San Francisco, CA 94104; 555 W. Fifth Street, Los Angeles, CA 90067; 1801 Page Mill Road, Palo Alto, CA 94304

2. Has there been a change in the information previously furnished in connection with the following?

(a) If an individual:

(1) Residence address(es) Yes ☐ No ☐(2) Citizenship Yes ☐ No ☐(3) Occupation Yes ☐ No ☐

(b) If an organization:

(1) Name Yes ☐ No ☒(2) Ownership or control Yes ☐ No ☒(3) Branch offices Yes ☐ No ☒

(c) Explain fully all changes, if any, indicated in Items (a) and (b) above.

**IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, AND 5(a).**3. If you have previously filed Exhibit C<sup>1</sup>, state whether any changes therein have occurred during this 6 month reporting period.Yes ☐ No ☐If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☒

If no, please attach the required amendment.

<sup>1</sup> The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530.)

4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period?

Yes ☒ No ☐

If yes, furnish the following information:

Name	Position	Date Connection Ended
SEE ATTACHMENT A		

(b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?

Yes ☒ No ☐

If yes, furnish the following information:

Name	Residence Address	Citizenship	Position	Date Assumed
SEE ATTACHMENT B				

5. (a) Has any person named in Item 4(b) rendered services directly in furtherance of the interests of any foreign principal?

Yes ☐ No ☒

If yes, identify each such person and describe the service rendered.

(b) During this six month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

Name	Residence Address	Citizenship	Position	Date Assumed
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(c) Have any employees or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

Name	Position or Connection	Date Terminated
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(d) Have any employees or individuals, who have filed a short form registration statement, terminated their connection with any foreign principal during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

Name	Position or Connection	Foreign Principal	Date Terminated
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6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(b) of the supplemental statement?

Yes ☐ No ☐

If no, list names of persons who have not filed the required statement.

**II - FOREIGN PRINCIPAL**

7. Has your connection with any foreign principal ended during this 6 month reporting period? Yes ☐ No ☒  
If yes, furnish the following information:

Foreign Principal

Date of Termination

8. Have you acquired any new foreign principal(s)<sup>2</sup> during this 6 month reporting period? Yes ☐ No ☒  
If yes, furnish the following information:

Name and Address of Foreign Principal(s)

Date Acquired

9. In addition to those named in Items 7 and 8, if any, list foreign principal(s)<sup>2</sup> whom you continued to represent during the 6 month reporting period.

The Government of Israel  
Hong Kong Trade Development Council  
The Government of the Cayman Islands

10. (a) Have you filed exhibits for the newly acquired foreign principal(s), if any, listed in Item 8?

Exhibit A<sup>3</sup> Yes ☐ No ☐Exhibit B<sup>4</sup> Yes ☐ No ☐

If no, please attach the required exhibit.

- (b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes ☐ No ☒

If yes, have you filed an amendment to these exhibits? Yes ☐ No ☐

If no, please attach the required amendment.

<sup>2</sup> The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9)). A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

<sup>3</sup> The Exhibit A, which is filed on Form NSD-3 (Formerly CRM-157) sets forth the information required to be disclosed concerning each foreign principal.

<sup>4</sup> The Exhibit B, which is filed on Form NSD-4 (Formerly CRM-155) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

### III - ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☒ No ☐

If yes, identify each foreign principal and describe in full detail your activities and services:

SEE ATTACHMENT C

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity<sup>5</sup> as defined below? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

SEE ATTACHMENT D

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits your foreign principal(s)? Yes ☐ No ☒

If yes, describe fully.

<sup>5</sup> The term "political activity" means any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting or changing the domestic or foreign policies of the United States or with reference to political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

## IV - FINANCIAL INFORMATION

## 14. (a) RECEIPTS-MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes ☒ No ☐

If no, explain why.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.<sup>6</sup>

Date	From Whom	Purpose	Amount
SEE			
ATTACHMENT E			

\$715,668.03

Total

## (b) RECEIPTS - FUNDRAISING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fundraising campaign<sup>7</sup>, any money on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☐ No ☒

If yes, have you filed an Exhibit D to your registration? Yes ☐ No ☐

If yes, indicate the date the Exhibit D was filed. Date \_\_\_\_\_

## (c) RECEIPTS-THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value<sup>9</sup> other than money from any foreign principal named in Items 7, 8, or 9 of this statement, or from any other source, for or in the interests of any such foreign principal?

Yes ☐ No ☒

If yes, furnish the following information:

Foreign Principal	Date Received	Thing of Value	Purpose
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6, 7 A registrant is required to file an Exhibit D if he collects or receives contributions, loans, moneys, or other things of value for a foreign principal, as part of a fundraising campaign. (See Rule 201(e)).

8 An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fundraising campaign and transmitted for a foreign principal.

9 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

**15. (a) DISBURSEMENTS-MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes ☒ No ☐(2) transmitted monies to any such foreign principal? Yes ☐ No ☒

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
SEE ATTACHMENT F			

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\$37,921.77

Total

**(b) DISBURSEMENTS-THINGS OF VALUE**

During this 6 month reporting period, have you disposed of anything of value<sup>10</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, or 9 of this statement?

Yes ☐ No ☒

If yes, furnish the following information:

Date	Recipient	Foreign Principal	Thing of Value	Purpose
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**(c) DISBURSEMENTS-POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value<sup>11</sup> in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☒ No ☐

If yes, furnish the following information:

Date	Amount or Thing of Value	Political Organization or Candidate	Location of Event
Joseph B. Tompkins, Jr.			
5/2/12	\$500.00	Surovell for Delegate (VA)	Check
5/15/12	\$500.00	Kaine for Virginia	Check
10/11/12	\$500.00	Democratic Party of Virginia	Check

<sup>10, 11</sup> Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks" and the like.

**V - INFORMATIONAL MATERIALS**

16. (a) During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials?<sup>12</sup>  
 Yes ☐ No ☒

If Yes, go to Item 17.

- (b) If you answered No to Item 16(a), do you disseminate any material in connection with your registration?  
 Yes ☐ No ☐

If Yes, please forward the materials disseminated during the six month period to the Registration Unit for review.

17. Identify each such foreign principal.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes ☐ No ☒

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

- ☐ Radio or TV broadcasts ☐ Magazine or newspaper ☐ Motion picture films ☐ Letters or telegrams  
☐ Advertising campaigns ☐ Press releases ☐ Pamphlets or other publications ☐ Lectures or speeches  
☐ Other (specify) \_\_\_\_\_

**Electronic Communications**

- ☐ Email  
☐ Website URL(s): \_\_\_\_\_  
☐ Social media websites URL(s): \_\_\_\_\_  
☐ Other (specify) \_\_\_\_\_

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups:

- ☐ Public officials ☐ Newspapers ☐ Libraries  
☐ Legislators ☐ Editors ☐ Educational institutions  
☐ Government agencies ☐ Civic groups or associations ☐ Nationality groups  
☐ Other (specify) \_\_\_\_\_

21. What language was used in the informational materials:

- ☐ English ☐ Other (specify) \_\_\_\_\_

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☐

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes ☐ No ☐

<sup>12</sup> The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.



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**VI - EXECUTION**

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature<sup>13</sup>)

October 31, 2012

/s/ Joseph B. Tompkins, Jr. (Partner)

eSigned

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\_\_\_\_\_  
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\_\_\_\_\_  
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<sup>13</sup> This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

**Attachment A**

**Persons Ceasing to be Partners of Registrant**

**4/1/2012 to 9/30/2012**

<u>Name</u>	<u>Position</u>	<u>Date</u>
Anderson, Bobbi O.	Partner	08/31/2012
De Baun, Nicholas H.	Partner	04/04/2012
Durrer, Michael	Partner	06/30/2012
Echikson, Thomas G.	Partner	05/18/2012
Fonstein, Cliff H.	Partner	04/04/2012
Griffith, Matthew	Partner	05/25/2012
Hill, David R.	Partner	08/17/2012
Hutt, Catherine E.	Partner	09/30/2012
Kradjian, Theresa D.	Partner	08/22/2012
Matthews, Paul	Partner	05/16/2012
Peskowitz, Michael H.	Partner	07/31/2012
Rossner, Daniel M.	Partner	06/30/2012
Schmelz, Ronie M.	Partner	08/31/2012
Seery Jr., James P.	Partner	05/15/2012
Smolen, Lee M.	Partner	09/10/2012
Stone, Robert M.	Partner	06/30/2012
Sudow, William E.	Partner	08/27/2012

**Attachment B**  
**Persons Becoming Partners of Registrant**

**4/1/2012 to 9/30/2012**

<u>Name</u>	<u>Residence Address</u>	<u>Citizenship</u>	<u>Position</u>	<u>Date</u>
Clark, Timothy J.	1125 Park Avenue, 10E, New York, NY 10128	USA	Partner	05/07/2012
Hill Jr., Joshua	5809 Broadway, Oakland, CA 94618	USA	Partner	06/18/2012
Holland, Andrew R.	200 East 78th Street, Apt. 3F, New York, NY 10075	USA	Partner	05/14/2012
Kaplan, Gary P.	37 Golden Hind Passage, Corte Madera, CA 94925	USA	Partner	04/16/2012
Lipsey, Kirk D.	194 6th Avenue, Brooklyn, NY 11217	United Kingdom	Partner	05/14/2012
Moon, Alexander P.	126 Waverly Place, New York, NY 10011	USA	Partner	07/09/2012
Nash, Glenn G.	PO Box 1583, Palo Alto, CA 94302	USA	Partner	08/25/2012
Vrielink, Cliff W.	1 Still Water Lane, Richmond, TX 77406	USA	Partner	05/08/2012

No. 3731

**ATTACHMENT C**

11. Activities by Registrant for Foreign Principals  
April 1, 2012 to September 30, 2012

**The Government of Israel**

The provision of legal advice in legal proceedings in the U.S. and related matters.

**Hong Kong Trade Development Council**

The registrant provides legal advice and related services on trade-related matters.

**The Government of the Cayman Islands**

The registrant provides advice to Cayman Islands government, agencies and their personnel on developments in U.S. laws and regulations, including tax-related developments.

No. 3731

**ATTACHMENT D**

12. Registrant's Political Activities on Behalf of Foreign Principals  
April 1, 2012 to September 30, 2012

**The Government of Israel**

Meetings with Israeli Government officials in July 2012.

**Hong Kong Trade Development Council**

No political activity.

**The Government of the Cayman Islands**

On June 5, 2012, at the 2012 OECD International Tax Conference in Washington, DC, a Sidley attorney introduced a Cayman Island government official to Michael Danilack, IRS Deputy Commissioner (International).

No. 3731

**ATTACHMENT E**14(a). Receipts of Monies  
April 1, 2012 to September 30, 2012**The Government of Israel**

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
04/13/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$1,455.00
04/23/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$7,500.00
05/07/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$3,516.25
06/08/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$4,550.07
06/18/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$439.16

06/28/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$7,500.00
07/19/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$8,097.38
08/12/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$857.36
08/21/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$3,750.00
09/28/12	For professional services rendered in connection with the provision of legal advice, legal proceedings in the U.S., and related matters.	\$3,712.50

**Hong Kong Trade Development Council**

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
04/27/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$32,500.00
05/25/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$32,500.00
07/05/12	For professional services rendered in connection with legal proceedings in the U.S.	\$32,500.00

	and related matters.	
08/01/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$32,500.00
08/29/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$32,500.00

**The Government of the Cayman Islands**

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
04/20/11	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$120,798.29
05/14/11	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$107,754.16
06/27/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$90,238.15
09/20/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$113,086.53
09/25/12	For professional services rendered in connection with legal proceedings in the U.S. and related matters.	\$79,913.18



No. 3731

**ATTACHMENT F****15(a). Disbursements Made on Behalf of Foreign Principals  
April 1, 2012 to September 30, 2012****The Government of Israel**

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
04/01/12 - 09/30/12	Postage, telephone, telex, messenger service, photocopying, and document processing.	\$1,854.29

**Hong Kong Trade Development Council**

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
04/01/12 - 09/30/12	Postage, telephone, telex, messenger service, photocopying, and document processing.	\$917.58

**The Government of the Cayman Islands**

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>
04/01/12 - 09/30/12	Postage, telephone, telex, messenger service, photocopying, and document processing.	\$35,149.90